

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS
BENTON DIVISION

MARY E. SHEPARD and the ILLINOIS)	
STATE RIFLE ASSOCIATION,)	
)	
Plaintiffs,)	No. 3:11-cv-00405-MJR-PMF
)	
v.)	
)	Honorable Judge Michael J. Reagan
LISA M. MADIGAN, solely in her official)	Magistrate Judge Philip M. Frazier
capacity as ATTORNEY GENERAL OF)	
ILLINOIS, GOVERNOR PATRICK J.)	
QUINN, solely in his official capacity as)	
Governor of the State of Illinois, TYLER R.)	
EDMONDS, solely in his official capacity)	
as the State's Attorney of Union County, Il-)	
linois, and SHERIFF DAVID LIVESAY,)	
solely in his official capacity as Sheriff of)	
Union County,)	
)	
Defendants.)	

SUPPLEMENTAL DECLARATION OF DAVID H. THOMPSON

I, David H. Thompson, hereby declare as follows:

1. I submit this declaration in support of Plaintiffs' Supplemental Motion for Attorneys' Fees. I am the Managing Partner of Cooper & Kirk, PLLC ("Cooper & Kirk" or "the Firm"), and information regarding my background and experience and my efforts to staff this case in an efficient manner is detailed in the declaration I submitted in support of Plaintiffs' initial fee petition. *See* Declaration of David H. Thompson ¶¶ 1-5, Doc. 106-1 ("Thompson Decl.").

2. Attached as Exhibit A is a true and correct copy of the summary of attorneys' fees and expenses for Cooper & Kirk from December 2013 through July 2014. These entries are derived from the actual charges billed by the Firm for its work on this case and paid by the National Rifle Association of America, Inc. ("NRA") on behalf of the Plaintiffs. The entries were derived from entries in the Firm's Timeslips database which is maintained in the ordinary course of the Firm's business. The database entries are recorded at or about the time of the events recorded.

3. I have reviewed all of the time entries and expenditures for this case and in the exercise of billing judgment have sought to eliminate any hours that I believe were potentially unproductive or that were otherwise not the proper subject of this supplemental fee request.

4. The hourly rates sought by Cooper & Kirk reflect the rates actually paid to the Firm in this case. Thus, the hourly rates sought here reflect the rates actually paid to the Firm in typical arm's-length, market-rate transactions. Indeed, in light of the non-profit status of the NRA (which paid for the rates incurred by Plaintiffs in this case), the hourly rates we charged and that we seek here reflect a discount on rates the Firm has charged to other clients in litigation of similar complexity and magnitude.

5. This Court has already found the Firm's 2013 rates reasonable. Memorandum & Order at 13, Doc. 124. The Firm's 2014 rates represent a modest yearly increase from those rates, and they are the same as the "hourly rates [that] drew no objection in the wake of *NRA v. Chicago*." *Id.*; see Doc. 121-2.

6. From the inception of the Firm's involvement in this case, I have had personal familiarity with the work performed by attorneys assigned to this case. In addition to attorneys who are discussed in my initial declaration, see Thompson Decl. ¶ 10, Haley Proctor also worked

on this case. Ms. Proctor is a 2012 graduate of Yale Law School, and she joined Cooper & Kirk as an associate in 2013 after clerking for Judge Thomas B. Griffith of the United States Court of Appeals for the District of Columbia Circuit. Ms. Proctor recently left the Firm to clerk for Justice Clarence Thomas of the United States Supreme Court.


7. Additional Cooper & Kirk staff have spent time on this litigation, and their reasonable hours and billing rates are also reflected in Exhibit A. The rates reflected in Exhibit A are the rates Cooper & Kirk charged in this litigation.

8. In March 2014, Plaintiffs sent the State an offer to settle the attorneys' fees issue. Attached as Exhibit B is a true and correct copy of the email extending the offer. The State did not respond to the email or otherwise engage in substantive settlement discussions.

9. In sum, Exhibit A sets forth both the reasonable time spent by Cooper & Kirk attorneys in this case from December 2013 through July 2014 and the amount Cooper & Kirk charged for that time. The total amount of supplemental fees being sought at this time for Cooper & Kirk's work in this case is \$92,576.00. *See* Ex. A at 1.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 17th day of October, 2014, in Washington, DC.



David H. Thompson

EXHIBIT A

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SUMMARY OF FEES

2013

Attorney/Staff Member	Rate	Hours	Total
Katerina S. Kariolis	\$105.00	20.90	\$2,194.50
Peter A. Patterson	\$425.00	45.30	\$19,252.50
David H. Thompson	\$625.00	6.00	\$3,750.00
			\$25,197.00

2014

Attorney/Staff Member	Rate	Hours	Total
Katerina S. Kariolis	\$130.00	11.90	\$1,547.00
Lizzie A. Lipovsky	\$130.00	15.00	\$1,950.00
Peter A. Patterson	\$445.00	54.30	\$24,163.50
Haley N. Proctor	\$375.00	101.20	\$37,950.00
David H. Thompson	\$655.00	2.70	\$1768.50
			\$67,379.00

TOTAL: **\$92,576.00**

12/04/13	PP	Draft fee petition.	6.10
12/05/13	PP	Draft fee petition.	3.40
12/06/13	DHT	Prepare motion for attorneys' fee.	0.70
12/06/13	DHT	Conference with P. Patterson re fee petition.	0.20
12/06/13	PP	Conference with D. Thompson re fee petition.	0.20
12/06/13	PP	Work on preparing supporting materials for fee petition.	0.70
12/06/13	PP	Draft fee petition.	1.20
12/07/13	PP	Review Shepard bills for fee petition.	2.20
12/08/13	DHT	Revise motion for fees.	0.30
12/16/13	PP	Review research re attorney fee awards.	0.20
12/16/13	PP	Work on drafting Shepard fee petition and supporting materials.	0.30
12/16/13	PP	Conference with K. Gibson re Shepard fee petition.	0.10
12/17/13	DHT	Prepare motion for attorney fees.	1.10
12/17/13	KSK	Citecheck Shepard fee motion for P.Patterson.	2.50
12/17/13	PP	Work on drafting Shepard fee petition and supporting materials.	2.70
12/17/13	PP	Review Shepard bills for fee petition.	0.30
12/18/13	DHT	Review affidavit for fee motion.	0.20
12/18/13	PP	Research re Shepard fee petition.	2.30
12/19/13	KSK	Citecheck second half of Shepard fee motion for P. Patterson.	2.90
12/19/13	PP	Draft declaration of D. Thompson in support of fee petition.	0.20
12/19/13	PP	Review cite check of fee petition brief.	0.40
12/20/13	PP	Review and comment on co-counsel's fee petition materials.	0.80
12/22/13	DHT	Analyze billing records in preparation of affidavit.	0.90
12/23/13	PP	Work on drafting Shepard fee petition and supporting materials, including declaration.	7.70
12/24/13	DHT	Prepare affidavit for attorneys' fees.	0.40
12/24/13	PP	Work on drafting Shepard fee petition and supporting materials, including declaration.	0.20
12/26/13	DHT	Prepare affidavit in support of motion for attorneys fee and review accompanying attachments.	1.70
12/26/13	KSK	Cite check Shepard fee motion for P. Patterson.	6.60

12/26/13	PP	Work on drafting Shepard fee petition and supporting materials, including timesheet exhibit and declaration of D. Thompson.	8.70
12/27/13	DHT	Further work on fee application.	0.50
12/27/13	KSK	Cite check Shepard fee motion, declarations, and exhibits; file fee motion and components for P. Patterson.	8.90
12/27/13	PP	Work on drafting and preparing to file Shepard fee petition and supporting materials.	7.30
12/27/13	PP	Conference with K. Gibson re fee petition.	0.10
12/27/13	PP	Conference with K. Kariolis re filing fee petition.	0.20
01/06/14	PP	Work on strategy for responding to state motion for discovery.	0.10
01/07/14	DHT	Conference with P. Patterson re Shepard attorneys' fees discovery motion.	0.10
01/07/14	PP	Conference with D. Thomson re Shepard attorneys' fees discovery motion.	0.10
01/07/14	PP	Communicate with B. Howard re state discovery motion.	0.10
01/07/14	PP	Research re state discovery motion.	0.30
01/08/14	HNP	Telephone conference with P. Patterson re opposition to government's discovery motion re attorneys' fees; research discovery for attorneys' fees.	0.40
01/08/14	PP	Research re opposition to discovery motion.	1.40
01/08/14	PP	Conference with H. Procter re opposition to state discovery motion.	0.30
01/09/14	HNP	Research discovery for attorneys' fees; draft opposition to government's motion re attorneys' fees.	11.40
01/10/14	HNP	Research discovery for attorneys' fees; draft opposition to government's motion re attorneys' fees.	3.00
01/10/14	LAL	Cite check Shepard Opposition to State's Discovery Motion.	0.80
01/10/14	PP	Draft opposition to motion for discovery.	4.50
01/13/14	DHT	Review and revise brief in opposition to state's request for discovery.	0.40
01/13/14	KSK	Cite check Shepard opposition to discovery motion for P. Patterson.	1.80
01/13/14	LAL	Review Shepard cite check for K. Kariolis.	0.10
01/13/14	PP	Edit and prepare for filing opposition to discovery motion.	0.70

01/17/14	PP	Review order granting discovery motion.	0.10
01/27/14	DHT	Analyze discovery propounded by state and legitimacy of scope of interrogatories.	0.30
01/27/14	PP	Review fee petition interrogatories.	0.10
01/29/14	PP	Research re discovery requests.	0.10
02/17/14	PP	Work on responding to state discovery requests.	2.50
02/18/14	DHT	Call with P. Patterson re discovery issues.	0.40
02/18/14	PP	Work on responses to state discovery requests.	4.80
02/18/14	PP	Conference with D. Thompson re Shepard discovery requests.	0.40
02/19/14	PP	Draft responses to discovery requests.	4.30
02/24/14	PP	Work on responses to State discovery requests.	0.80
02/26/14	PP	Work on responses to state discovery requests.	1.10
02/28/14	LAL	Cite check response to rogs for P. Patterson.	1.70
02/28/14	PP	Work on responses to state discovery requests.	1.30
03/01/14	PP	Work on responses to state discovery requests.	0.20
03/03/14	PP	Work on Shepard discovery replies	1.90
03/10/14	DHT	Conference with P. Patterson re Shepard discovery.	0.10
03/10/14	HNP	Prepare for fees discovery conference.	0.10
03/10/14	PP	Conference with D. Thompson re Shepard discovery.	0.10
03/10/14	PP	Work on arranging meet and confer regarding Shepard discovery.	0.30
03/11/14	DHT	Conference with P. Patterson & H. Proctor re attorneys' fees discovery.	0.20
03/11/14	HNP	Prepare for, attend, and follow up on fees discovery conference.	1.60
03/11/14	PP	Prepare for and participate in call with State regarding attorneys' fees discovery.	0.40
03/11/14	PP	Conference with D. Thompson & H. Proctor re attorneys' fees discovery.	0.20
03/11/14	PP	Work on responding to Illinois discovery requests.	0.60
03/12/14	DHT	Conference with P. Patterson re Shepard attorney fees.	0.10
03/12/14	PP	Conference with D. Thompson re Shepard attorney fees.	0.10
03/13/14	HNP	Follow up on discovery conference.	0.50

03/13/14	PP	Work on responding to State discovery requests.	0.40
03/14/14	PP	Review state motion for extension.	0.10
03/17/14	PP	Draft response to Shepard discovery requests.	1.30
03/18/14	PP	Work on responses to discovery requests.	0.10
03/21/14	PP	Edit response to state discovery requests.	0.80
03/21/14	PP	Draft fees settlement offer.	0.40
03/25/14	PP	Draft letter supplementing discovery responses.	0.30
04/15/14	PP	Review and respond to state request for extension.	0.10
04/18/14	PP	Review fee petition response.	1.00
04/21/14	PP	Draft message for opposing counsel re motion for extension.	0.20
04/22/14	PP	Respond to state motion for extension.	0.10
04/22/14	PP	Work on motion for extension of page limits and time to file reply.	0.10
04/23/14	DHT	Review motion for extension of time and page limits.	0.20
04/23/14	KSK	Cite check Shepard motion and file for P. Patterson.	1.80
04/23/14	PP	Draft motion for extension of time and page limits.	3.10
04/24/14	PP	Work on reply in support of fee motion.	0.20
04/30/14	PP	Work on strategy for reply in support of fee petition.	0.10
05/14/14	HNP	Review State's opposition to fee petition.	0.20
05/15/14	HNP	Research prevailing party status arguments in State's opposition to fee petition.	8.00
05/16/14	HNP	Draft section of reply brief responding to State's prevailing party argument.	5.70
05/17/14	HNP	Draft section of reply brief responding to State's prevailing party argument.	5.30
05/18/14	HNP	Draft section of reply brief responding to State's prevailing party argument.	5.10
05/19/14	HNP	Research and draft reply brief section concerning reasonable rates and reasonable hours.	13.80
05/19/14	HNP	Telephone conference with P. Patterson re reply brief.	0.40
05/19/14	LAL	Create and proof Shepard tables of attorney fees/hours for H. Proctor.	1.00
05/19/14	PP	Conference with H. Proctor re Shepard fee reply	0.4

05/20/14	HNP	Research and draft reply brief section concerning reasonable hours and expenses.	9.00
05/20/14	HNP	Respond to line-by-line fees objections in Defendants' exhibits.	1.30
05/21/14	HNP	Respond to line-by-line fees objections in Defendants' exhibits.	9.50
05/21/14	PP	Work on fee petition reply brief.	4.50
05/22/14	HNP	Respond to line-by-line fees objections in Defendants' exhibits.	4.80
05/22/14	HNP	Revise reply brief.	2.50
05/22/14	HNP	Telephone conferences with P. Patterson re reply brief.	0.20
05/22/14	PP	Work on fee petition reply brief.	4.40
05/22/14	PP	Conferences with H. Proctor re fee petition reply.	0.20
05/23/14	HNP	Respond to line-by-line costs and expenses objections in Defendants' exhibits.	5.70
05/23/14	HNP	Revise reply brief.	1.30
05/23/14	HNP	Revise tables responding to line-by-line objections.	2.30
05/23/14	PP	Review and edit exhibits for fee petition reply.	2.90
05/24/14	HNP	Revise reply brief and tables responding to line-by-line objections.	3.20
05/24/14	PP	Edit reply in support of fee petition.	2.10
05/25/14	DHT	Review and revise reply brief in support of the petition and accompanying chart.	0.90
05/25/14	HNP	Review edits to brief.	0.30
05/25/14	PP	Work on reply in support of fee petition.	1.30
05/26/14	HNP	Revise reply brief and accompanying tables.	1.10
05/26/14	LAL	Cite check Shepard reply to response to motion for att'y's fees for H. Proctor.	7.20
05/26/14	PP	Work on reply in support of fee petition.	0.10
05/27/14	HNP	Finalize reply brief and exhibits for filing.	4.50
05/27/14	KSK	Cite check Shepard fee motion reply brief table exhibits.	6.10
05/27/14	LAL	Proof tables, cite check brief, table, file for H. Proctor.	4.20
05/27/14	PP	Review and finalize for filing reply in support of fee petition.	1.70
07/14/14	PP	Draft notice of Benson fee petition ruling.	1.10
07/15/14	KSK	Cite check and file motion to cite supplemental authority for P. Patterson.	2.20
07/15/14	PP	Work on finalizing motion to cite supplemental authority.	0.40

07/23/14	PP	Review state response to motion to cite supplemental authority.	0.10
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EXHIBIT B

Pete Patterson

From: Pete Patterson
Sent: Friday, March 21, 2014 5:52 PM
To: McNaught, Karen L.
Cc: Corrigan, Terence; jableyer@bleyerlaw.com; Triebel, Karl; David Thompson; whoward@lockelord.com; Gibson, Keith
Subject: RE: Discovery Responses - Shepard v. Madigan, No. 11-cv-405

Karen,

I'm writing with an offer to settle Plaintiffs' motion for attorneys' fees, costs, and taxable expenses for \$625,000. This is a very generous offer. As an initial matter, for the reasons set forth in our brief we believe our motion has a strong likelihood of success. Furthermore, our motion asks for a total of about \$641,000, and the State's potential liability is much higher. Prevailing plaintiffs, of course, are entitled to the fees they incur to secure their fee award. For example, from December 2013 through February 2014, Cooper & Kirk alone billed over \$40,000 in additional potentially recoverable fees for work related to Plaintiffs' motion. Of course, the State's potential liability will only increase if the State continues to litigate this matter. We look forward to your response, and please let me know if you have any questions regarding this offer. Thank you,

Pete

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